

**AMENDMENTS TO THE CLAIMS**

The following listing of claims replaces all prior listings of claims in this application:

**Listing of Claims:**

1. (currently amended) A composition for topical application to the skin comprising:

a pearlescent component comprising a bismuth oxychloride-containing pearlescent ingredient bonded to a colorant with calcium stearate, wherein said pearlescent component matches in shade a natural skin tone benchmark shade;

a pigment component that also matches in shade said benchmark shade, wherein said pigment component does not comprise a nacreous material; and

a cosmetic carrier;

wherein said pearlescent component and said pigment component form a blend present in an amount of about 0.01 wt% and about 50 wt% based on the total weight of the composition.

2-4. (canceled)

5. (previously presented) The composition of claim 1, wherein said blend is present in an amount about 0.05 wt% to about 25 wt% based on the total weight of the composition.

6. (previously presented) The composition of claim 1, wherein said blend is present in an amount about 1 wt% to about 25 wt% based on the total weight of the composition.

7. (previously presented) The composition of claim 1, wherein said blend is present in an amount effective to provide at least one benefit selected from the group consisting of an illusion of sheerness, even coverage, natural glow, healthy glow, transparent appearance, translucent appearance, luminous appearance, and any combinations thereof.

8. (original) The composition of claim 1, wherein the composition is in a form selected from the group consisting of an emulsion, a powder, a cream-to-powder cosmetic, a gel, a pomade, a solution, stick, suspension, a wet/dry foundation, and any combinations thereof.

9. (previously presented) The composition of claim 8, wherein the composition is in the form of an emulsion.

10. (original) The composition of claim 9, wherein the composition is in the form of a water in silicone emulsion.

11. (original) The composition of claim 10, wherein said water in silicone emulsion comprises a silicone phase having isododecane.

12. (original) The composition of claim 11, wherein said isododecane is present in an amount about 25 wt% to about 75 wt% based on the total weight of the silicone phase.

13. (previously presented) A foundation composition comprising the composition of claim 9.

14. (currently amended) A method for preparing a cosmetic composition for topical application to the skin comprising:

shade-matching a pearlescent component comprising a bismuth oxychloride-containing pearlescent ingredient bonded to a colorant with calcium stearate, to a natural skin tone benchmark shade to form a shade-matched pearlescent component;

shade-matching a pigment component to said benchmark shade to form a shade-matched pigment component, wherein said pigment component does not comprise a nacreous material;

blending said shade-matched pearlescent component and said shade-matched pigment component to form a shade-matched blend; and

adding said shade-matched blend to a cosmetic carrier to form a cosmetic composition;

wherein said shade-matched blend is present in an amount of about 0.01 wt% to about 50 wt% based on the total weight of the composition.

15-20. (canceled)

21. (previously presented) The method of claim 14, wherein said blend is present in an amount about 0.05 wt% to about 25 wt% based on the total weight of the composition.

22. (previously presented) The method of claim 14, wherein said blend is present in an amount about 1 wt% to about 25 wt% based on the total weight of the composition.

23. (previously presented) The method of claim 14, wherein said blend is present in an amount effective to provide at least one benefit selected from the group consisting of an illusion of sheerness, even coverage, natural glow, healthy glow, transparent appearance, translucent appearance, luminous appearance, and any combinations thereof.

24. (previously presented) The method of claim 14, wherein the composition is in a form selected from the group consisting of an emulsion, a powder, a cream-to-powder cosmetic, a gel, a pomade, a solution, stick, suspension, a wet/dry foundation, and any combinations thereof.

25. (previously presented) The method of claim 24, wherein the composition is in the form of an emulsion.

26. (previously presented) The method of claim 25, wherein the composition is in the form of a water in silicone emulsion.

27. (previously presented) The method of claim 26, wherein said water in silicone emulsion comprises a silicone phase having isododecane.

28. (previously presented) The method of claim 27, wherein said isododecane is present in an amount about 25 wt% to about 75 wt% based on the total weight of the silicone phase.

29. (previously presented) The method of claim 25, wherein said composition is a foundation composition.

30-31. (canceled).